

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

MARK E. FELGER (MF9985)
JERROLD N. POSLUSNY, JR. (JP7140)
COZEN O'CONNOR
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
(856) 910-5000
Proposed Attorneys for the Debtors

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-

Judge:

Chapter: 11

Recommended Local Form:

☒ Followed

☐ Modified

**CERTIFICATION OF PROFESSIONAL IN SUPPORT OF
APPLICATION FOR RETENTION OF PROFESSIONAL**

I, Robert Lapowsky, being of full age, certify as follows:

1. Stevens & Lee, P.C. is seeking to be retained as special labor and conflicts counsel for Shapes/Arch Holdings L.L.C. ("Shapes/Arch"), Shapes L.L.C. ("Shapes"), Delair L.L.C. ("Delair"), Accu-Weld L.L.C. ("Accu-Weld") and Ultra L.L.C. ("Ultra", and with Shapes/Arch, Shapes, Delair and Accu-Weld, collectively, the "Debtors").

2. My professional credentials include: I am an attorney admitted to practice in New Jersey and Pennsylvania. I am also admitted to practice law before the United States District Courts for the Districts of New Jersey and the Eastern District of Pennsylvania as well as the United States Court of Appeals for the Third Circuit.

3. I am a shareholder of the firm of: Stevens & Lee, P.C. ("S&L") with offices located at 1818 Market Street, 29th Floor, Philadelphia, Pennsylvania.

4. The proposed arrangement for compensation, including hourly rates, if applicable, is as follows: Subject to Court approval, S&L will seek compensation based upon its customary hourly rates in effect from time to time as set forth below, plus reimbursement of actual, necessary expenses incurred by S&L. The attorneys and assistants who will be primarily responsible for the representation of the Debtors and their current hourly rates are as follows:

Robert Lapowsky - \$480
Paul Lewis - \$500
Jo Bennet - \$395
John Kilgannon - \$360
Jocelyn Keynes - \$430
Frank Sabatino - \$490

These hourly rates are S&L's standard hourly rates and are subject to periodic adjustments to reflect economic and other conditions. Other attorneys employed by S&L may, from time to time, serve the Debtors in connection with these cases.

5. To the best of my knowledge, after reasonable and diligent investigation, my connection with the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, is as follows:

☐ None

☒ Describe Connection: See answer to question 6 below.

6. To the best of my knowledge, after reasonable and diligent investigation, the connection of my firm, its members, shareholders, partners, associates, officers and/or employees with the Debtors, creditors, any other party in interest, their respective attorneys and accountants,

the United States trustee, or any person employed in the office of the United States trustee, is as follows:

☐ None

☒ Describe Connection: For over 10 years, S&L has represented the Debtors in connection with labor and employment issues. This application seeks approval of the retention of S&L as special counsel to continue to provide services in connection with labor and employment issues and to provide services in connection with any matters as to which Cozen O'Connor ("CO"), general counsel to the Debtors, has a conflict. The only matters as to which CO has advised S&L that it may have conflicts involve Textron Financial Corporation and Hess Corporation. Given that S&L is being engaged as special counsel and not as general counsel, S&L has not conducted a general conflict check as to all entities and individuals identified in the preamble to this section. Rather, S&L has conducted a conflict search only as to the Debtors' labor unions, and pension plans, the Debtors' employees, Hess Corporation and Textron and such conflict check has not disclosed any connection between S&L and any of the entities or individuals as to whom such conflict check was performed. In the 90 days prior to the Petition Date, S&L has received from the Debtors fees in the amount of \$88,852.07. As of the Petition Date, S&L is not owed any amounts from Debtors for services rendered.

7. To the best of my knowledge, my firm, its members, shareholder, partners, associates, officers and/or employees and I (check all that apply):

☐ does not hold an adverse interest to the estate.

☐ does not represent an adverse interest to the estate.

☐ is a disinterested person under 11 U.S.C. § 101(14).

☒ does not represent or hold any interest adverse to the debtors or the estates with respect to the matter for which he/she will be retained under 11 U.S.C. § 327(e).

8. ☐ If the professional is an auctioneer,

A. A surety bond in accordance with D.N.J. LBR 2014-1(B)(2) is attached.

☐ Yes ☐ No

B. My qualifications and previous experience as an auctioneer include:

C. Have you or any member of your firm ever been convicted of any criminal offense, other than motor vehicle violations? ☐ Yes ☐ No

9. If the professional is an auctioneer, appraiser or realtor, the location and description of the property is as follows:

I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Date: March 13, 2008

Signature of Professional

Robert Lapowsky

Name of Professional